

EXHIBIT E

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

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| In re: | § | |
| | § | Chapter 11 |
| | § | |
| FIELDWOOD ENERGY LLC, <i>et al.</i> , ¹ | § | Case No. 20-33948 (MI) |
| | § | |
| Debtors. | § | (Jointly Administered) |
| | § | |

**ORDER GRANTING FOURTH AND FINAL FEE APPLICATION OF STROOCK &
STROOCK & LAVAN LLP, AS COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS OF FIELDWOOD ENERGY LLC, *ET AL.*, FOR
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES INCURRED DURING (I) THE INTERIM
PERIOD FROM MAY 1, 2021 THROUGH AND INCLUDING AUGUST 27, 2021, AND
(II) THE FINAL APPLICATION PERIOD OF AUGUST 19, 2020 THROUGH AND
INCLUDING AUGUST 27, 2021**

Upon the Fourth and Final Fee Application (the “Application”)² of Stroock & Stroock & Lavan LLP (“Stroock”), as Counsel to the Official Committee of Unsecured Creditors (the “Committee”) of Fieldwood Energy LLC, *et al.*, (the “Debtors”) for entry of an order (the “Order”): (a) awarding Stroock compensation for professional and paraprofessionals services provided during the Fourth Interim Period in the amount of \$1,192,878.50 and reimbursement of actual and necessary expenses incurred during the Fourth Interim Period in the amount of \$5,020.60; (b) awarding Stroock, on a final basis, compensation for professional and

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Application.

paraprofessional services provided during the Final Application Period in the amount of \$5,321,26.00 and reimbursement of actual and necessary expenses incurred during the Final Application Period in the amount of \$24,327.30; (c) payment of the Holdback and any other allowed amounts to the extent not yet paid; all as more fully set forth in the Application; and the Court having jurisdiction over the Application; and due and adequate notice of the Application having been given pursuant to the Bankruptcy Code, the Bankruptcy Rules and the Local Rules; and the Court having read and considered the Application; no objections to the Application having been filed; and after due deliberation and for good cause shown, it is HEREBY ORDERED THAT:

1. Stroock is hereby awarded (a) compensation for professional and paraprofessional services provided during the Fourth Interim Period in the amount of \$1,192,878.50 and reimbursement of actual and necessary expenses incurred during the Fourth Interim Period in the amount of \$5,020.60; (b) on a final basis, compensation for professional and paraprofessional services provided during the Final Application Period in the amount of \$5,321,268.00 and for reimbursement of actual and necessary expenses incurred during the Final Application Period in the amount of \$24,327.30; (c) payment of the Holdback and any other allowed amounts to the extent not yet paid.

2. The Debtors are hereby authorized and directed to pay to Stroock all fees and expenses allowed pursuant to this Order, including the Holdback and any other allowed amounts to the extent not already paid.

3. This Court shall retain jurisdiction over any and all matters arising from or related to the interpretation of this Order.

SIGNED this ____ day of _____, 2021.

**THE HONORABLE MARVIN ISGUR,
UNITED STATES BANKRUPTCY JUDGE**